

**COMBINED DECLARATION AND POWER OF ATTORNEY**

**COPY**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship is as stated below next to my name(s),

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**METHOD AND SYSTEM FOR PROCESSING PAYMENTS FOR REMOTELY PURCHASED GOODS**

the specification of which (*check one*)

- is attached hereto; or  
 was filed on \_\_\_\_\_ as application serial no. \_\_\_\_\_ and was amended on \_\_\_\_\_ (if applicable); or  
 was described and claimed in international application no. \_\_\_\_\_ filed on \_\_\_\_\_ and as amended on \_\_\_\_\_ (if applicable).

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above, and that it contains a full, clear, concise and exact description of the subject matter for which a patent is sought.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

**Prior Application(s)**

(Check if applicable) I hereby claim foreign priority benefits under Title 35, United States Code § 119, by checking the box(es) below, any foreign application(s) for patent or inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed:

**Prior Foreign Application(s)**

| (Number) | (Country) | (Day/month/year filed) | Priority Claimed?  |
|----------|-----------|------------------------|--|
|          |           |                        | <input type="checkbox"/> yes <input type="checkbox"/> no |
|          |           |                        | <input type="checkbox"/> yes <input type="checkbox"/> no |

(Check if applicable) I hereby claim the benefit under Title 35, United States Code § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose material information as defined in the Title 37, Code of Federal Regulations § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of the application:

**Prior U.S. Application(s)**

| (Application Number) | (Day/month/year filed) | (Status – Issued, pending, abandoned) |
|----------------------|------------------------|---------------------------------------|
|                      |                        |                                       |
|                      |                        |                                       |

(Check if applicable) In this continuation-in-part application, insofar as the subject matter of any of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose material information as defined in the Title 37, Code of Federal Regulations § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of the application:

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge and the like so made are punishable by fine or imprisonment, or both under § 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I hereby appoint Jeffrey L. Brandt - Reg. No. 31,490, Robert L. Lech - Reg. No. 37,169 and Dean Alderucci - Reg. No. 40,484 of Walker Digital Corporation, whose address is Five High Ridge Park, Stamford, Connecticut 06905-1326 as my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

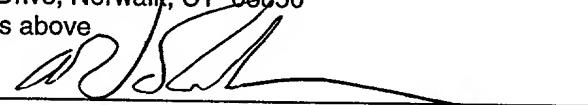
Please address all written correspondence to:

Walker Digital Corporation  
Five High Ridge Park  
Stamford, Connecticut 06905-1326  
Phone (203) 595-2865  
Fax (203) 595-8266

Wherefore I pray that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney, and this petition.

**Full name of sole or first inventor:** Jay S. WALKER  
Residence: 124 Spectacle Lane, Ridgefield, CT 06877  
Post Office Address: same as above  
Citizenship: U.S.A.  
Inventor's signature 

Date September 29, 1997

**Full name of second inventor:** Andrew S. VAN LUCHENE  
Residence: 13-2a Clarmore Drive, Norwalk, CT 06850  
Post Office Address: same as above  
Citizenship: U.S.A.  
Inventor's signature 

Date September 29, 1997

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

In re Application of: Jay S. Walker et al. )

**COPY**

Commissioner of Patents and Trademarks  
Washington, D.C. 20231

## **REVOCATION AND APPOINTMENT OF POWER OF ATTORNEY**

Sir:

Walker Asset Management Limited Partnership, the sole assignee and owner of the entire right, title and interest in the above-identified patent application, hereby revokes all previous powers of attorney and hereby appoints Dean Alderucci (PTO Reg. No. 40,484), Patrick J. Buckley (PTO Reg. No. 40,928), Steven M. Santisi (PTO Reg. No. 40,157), and Kurt Maschoff (PTO Reg. No. 38,235) as attorneys of record, all of Walker Digital Corporation located at One High Ridge Park, Stamford, Connecticut 06905-1326, with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

Please address all written correspondence to:

Walker Digital Corporation  
One High Ridge Park  
Stamford, CT 06905-1326  
Phone (203) 905-6500  
Fax (203) 595-8266

**Certificate Under 37 C.F.R. § 3.73(b)**

Walker Asset Management Limited Partnership, a limited partnership organized and existing under the laws of the state of Connecticut, certifies that it is the assignee of the entire right, title and interest in the patent application identified above by virtue of either:

A. [X] An Assignment from the inventor(s) of the patent application identified above. The assignment was recorded in the U.S. Patent and Trademark Office on September 29, 1997 at Reel 8739, Frame 0639, or for which a copy thereof is attached.

B. [ ] A chain of title from the inventor(s) of the patent application identified above to the current assignee as shown below:

1. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
2. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
3. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
4. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

C. [ ] Copies of the assignments or other documents in the chain of title are attached.

The undersigned has reviewed all the documents in the chain of title of the patent application identified above and to the best of undersigned's knowledge and belief, title is in the assignee identified above.

The undersigned (whose title is supplied below) is empowered to act on behalf of the assignee.

I hereby declare that all statements made herein of my own knowledge are true, and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements, and the like so made, are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application identified above or any patent issuing thereon.

Walker Asset Management Limited Partnership

Dated: November, 15, 1999

By \_\_\_\_\_

  
Jay S. Walker,  
President of Walker Digital Corp. as General  
Partner of Walker Asset Management Limited  
Partnership

Please type a plus sign (+) inside this box →

PTO/SB/82 (10/00)  
Approved for use through 10/31/2002 OMB 0651-0035

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

## REVOCATION OF POWER OF ATTORNEY OR AUTHORIZATION OF AGENT

|                        |                   |
|------------------------|-------------------|
| Application Number     | Not Yet Assigned  |
| Filing Date            | November 12, 2001 |
| First Named Inventor   | Jay S. WALKER     |
| Group Art Unit         | Not Yet Assigned  |
| Examiner Name          | Not Yet Assigned  |
| Attorney Docket Number | 97-051-C1         |

I hereby revoke all previous powers of attorney or authorizations of agent given in the above-identified application:

A Power of Attorney or Authorization of Agent is submitted herewith.

OR

Please change the correspondence address for the above-identified application to:

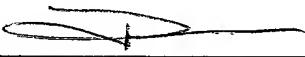
|  |                      |   |   |
|--|----------------------|---|---|
| <input type="checkbox"/> Customer Number | <input type="text"/> | → | Place Customer Number Bar Code Label here |
| OR                                       |                      |   |   |

|  |       |     |  |
|--|-------|-----|--|
| <input type="checkbox"/> Firm or Individual Name |       |     |  |
| Address  |       |     |  |
| Address  |       |     |  |
| City   |       |     |  |
| Country  | State | ZIP |  |
| Telephone  | Fax   |     |  |

I am the:

- Applicant/Inventor  
 Assignee of record of the entire interest. See 37 CFR 3.71  
*Certificate under 37CFR 3.73(b) is enclosed (Form PTO/SB/96)*

### SIGNATURE of Applicant or Assignee of Record

|           |   |
|-----------|---|
| Name      | Jay S. Walker   |
| Signature |  |
| Date      | November 12, 2001   |

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required, see below\*.

\*Total of \_\_\_\_\_ forms are submitted.

Please type a plus sign (+) inside this box → **+**

PTO/SB/81 (10-00)

Approved for use through 10/31/2002. OMB 0651-0035

U.S. Patent and Trademark Office. U.S. DEPARTMENT OF COMMERCE

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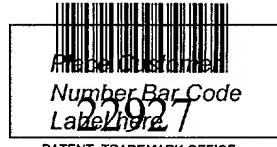
## POWER OF ATTORNEY OR AUTHORIZATION OF AGENT

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| First Named Inventor   | Jay S. WALKER     |
| Group Art Unit         | Not Yet Assigned  |
| Examiner Name          | Not Yet Assigned  |
| Attorney Docket Number | 97-051-C1         |

I hereby appoint:

- Practitioners at Customer Number  
**OR**  
 Practitioner(s) named below:

22927



| Name | Registration Number |
|------|---------------------|
|      |                     |
|      |                     |
|      |                     |
|      |                     |

as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please change the correspondence address for the above-identified application to:

- The above-mentioned Customer Number.

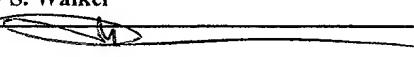
**OR**

|  |       |     |  |
|--|-------|-----|--|
| <input type="checkbox"/> Firm or Individual Name |       |     |  |
| Address  |       |     |  |
| Address  |       |     |  |
| City   | State | Zip |  |
| Country  |       |     |  |
| Telephone  | Fax   |     |  |

I am the:

- Applicant/Inventor.  
 Assignee of record of the entire interest. See 37 CFR 3.71.  
*Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).*

### SIGNATURE of Applicant or Assignee of Record

|           |   |
|-----------|---|
| Name      | Jay S. Walker   |
| Signature |  |
| Date      | November 12, 2001   |

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required, see below\*.

\*Total of \_\_\_\_\_ forms are submitted.

**STATEMENT UNDER 37 CFR 3.73(b)**Applicant: WALKER et al.Application No.: Not Yet Assigned Filed: November 12, 2001Entitled: METHOD AND SYSTEM FOR PROCESSING PAYMENTS FOR REMOTELY PURCHASED GOODSWALKER DIGITAL, LLC, a Limited Liability Company,

(Name of Assignee)

(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1.  the assignee of the entire right, title, and interest; or
2.  an assignee of an undivided part interest

in the patent application identified above by virtue of either:

A.  An assignment from the inventor(s) of the patent application identified above. The assignment was recorded in the Patent and Trademark Office at Reel 8739, Frame 0639, or for which a copy thereof is attached.

OR

B.  A chain of title from the inventor(s), of the patent application identified above, to the current assignee as shown below:

1. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
2. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
3. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the Patent and Trademark Office at  
Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

 Additional documents in the chain of title are listed on a supplemental sheet. Copies of assignments or other documents in the chain of title are attached.

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

November 12, 2001

Date



Signature

Jay S. Walker

Typed or printed name

Chief Executive Officer

Title